



July 2, 2012

VIA ELECTRONIC COMMENT FILING SYSTEM (ECFS)

Ms. Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street SW
Washington, D.C. 20554

Re: Notification of *Ex Parte* Presentation, WC Docket No. 11-118

Dear Ms. Dortch:

On June 29, 2012, the undersigned met with the following personnel regarding the pending petition for declaratory ruling and conditional petition for forbearance in the above-captioned docket: Wireline Competition Bureau Chief Julie Veach and Lisa Gelb, Greg Kwan and Tim Stelzig of the Wireline Competition Bureau; and Marcus Maher of the Office of the General Counsel. At the meeting, I expressed my continued support for the written comments NATOA previously filed in this proceeding and my continued belief that the language of Section 652(b) clearly limits mergers between cable companies and *all* local telephone companies within their respective service areas. Had Congress intended to exclude *competitive* LECs from the statute's prohibition, it would not have used the word "*any*" or could have provided an express exemption for CLECs. Since the language of the statute is unambiguous, there is simply no reason to look at legislative history to "interpret" or "clarify" the clear meaning of the statute.

I also expressed our continued objection that the Bureau consider negating the rights of local franchising authorities in these types of transactions by granting NCTA's request for forbearance from applying Section 652(b) to transactions dealing with CLEAs or, at the least, from requiring LFA approval. Nothing to date appears to support NCTA's position that the waiver and LFA approval process is even necessary in that there appears to be only one documented case in which a cable company has even sought a waiver from Section 652. Furthermore, the complaint that cable companies may need to get the approval of hundreds of LFAs for a single transaction ignores the fact that many states have statewide franchising schemes with a single, state-level franchising authority.

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Finally, we discussed the suggestion that the Bureau establish procedures for obtaining LFA approval or disapproval for transactions subject to Section 652, perhaps similar to those established for the Comcast-CIMCO merger. While not an ideal solution, we recognize that such procedures may provide a degree of certainty for industry interests, provided any such procedures include actual notice and an opportunity for LFAs to affirmatively approve or disapprove of the proposed merger.

Pursuant to Commission rules, please include a copy of this notice in the record for the proceeding noted above.

Sincerely,
/s/ Steve Traylor
Executive Director
NATOA

cc: Bureau Chief Julie Veach
Lisa Gelb
Greg Kwan
Tim Stelzig
Marcus Maher